0001306231

FORM D

Notice of Exempt
Offering of Securities

U.S. Securities and Exchange Commission

Washington, DC 20549

(See instructions beginning on page 5)

OMB APPROVAL

OMB Number: 3235-0076

Expires: March 31, 2009

Estimated average burden hours per response: 4.00

Intentional misstatements or o em 1. issuer's identity	omissions of fact constitute federal crimi	nal violations. See 18 U.S.C. 1001.
Name of Issuer FrontPoint Offshore Healthcare Horizons Fund, L.P. Jurisdiction of Incorporation/Organization Cayman Islands Year of Incorporation/Organization (Select one) Over Five Years Ago Within Last Five Years (specify year)	Previous Name(s) None One Name(s) None	Entity Type (Select one) Corporation Limited Partnership Limited Liability Company General Partnership Business Trust Other (Specify) (s) by attaching Items 1 and 2 Continuation Page(s).)
tem 2. Principal Place of Business and		(3) by alla a
Street Address 1	Street Address 2	
	Street Address 2	·
Two Greenwich Plaza		
City Stat	e/Province/Country ZIP/Postal Code	Phone No.
Greenwich	CT 06830	5,5293-622 ⁵ 5200,
tem 3. Related Persons		The state of the s
Last Name	First Name	Middle Name
FrontPoint Healthcare Horizons Fund GP, LLC		
Street Address 1	Street Address 2	2
Two Greenwich Plaza		I PPDY ADDRESS AND APPEAR AND APPEAR AND APPEAR AND APPEARANCE
	/Province/Country ZIP/Postal Code	
Greenwich	CT 06830	
L		09036385
	ector Promoter	
Clarification of Response (if Necessary) General Pr	artner of the Issuer	
(Identify addition 4. Industry Group (Select one) Agriculture	ditional related persons by checking this Business Services	box 🔀 and attaching Item 3 Continuation Poge(s).) Construction
Banking and Financial Services	Energy	REITS & Finance SEC Mail Presossi
Commercial Banking Insurance	Electric Utilities Energy Conservation	Residential Section
Insurance Investing	Coal Mining	Other Real Estate
Investment Banking	Environmental Services	O Retailing MAR 1 2 2009
Pooled Investment Fund	Oil & Gas	Restaurants Technology vvashington, D
If selecting this industry group, also select one	fund C Other Energy	Computers 111
type below and answer the question below: (•) Hedge Fund	Health Care Blotechnology	Telecommunications
Private Equity Fund	Blotechnology Health Insurance	Other Technology
Venture Capital Fund	Hospitals & Physcians	Travel
Other Investment Fund	Pharmaceuticals	Alrines & Alrports
Is the issuer registered as an Investment company under the Investment Compan	Other Health Care	Lodging & Conventions Tourism & Travel Services
Act of 1940? Yes No	Manufacturing	Other Travel Services Other Travel
Other Banking & Financial Services	Real Estate Commercial	Other

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U.S. Securities and Exchange Commission Washington, DC 20549

Revenue Range (for issuer not specifying "he or "other investment" fund in Item 4 above)	specifying "hedge" or "other investment" fund in
No Revenues \$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose	No Aggregate Net Asset Value \$1 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 \$50,000,001 - \$100,000,000 Over \$100,000,000 Decline to Disclose
Not Applicable	Not Applicable
Item 6. Federal Exemptions and Exclusion	s Claimed (Select all that apply)
Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504(b)(1)(i) Rule 504(b)(1)(ii) Rule 504(b)(1)(iii) Rule 505 Rule 506 Securities Act Section 4(6)	Investment Company Act Section 3(c) Section 3(c)(1)
Item 7. Type of Filing	
New Notice OR Amen Date of First Sale in this Offering: October 1, 2004	OR First Sale Yet to Occur
Item 8. Duration of Offering	
Does the issuer intend this offering to last more	
Does the issuer intend this offering to last more tem 9. Type(s) of Securities Offered (Se	elect all that apply)
-	
Does the issuer intend this offering to last more Item 9. Type(s) of Securities Offered (Se Equity Debt Option, Warrant or Other Right to Acquire Another Security Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Pooled Investment Fund Interests Tenant-In-Common Securities Mineral Property Securities Other (Describe)
Does the issuer intend this offering to last more Item 9. Type(s) of Securities Offered (Se Equity Debt Option, Warrant or Other Right to Acquire Another Security Security to be Acquired Upon Exercise of Option,	Pooled Investment Fund Interests Tenant-In-Common Securities Mineral Property Securities Other (Describe) business combination Yes No

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U.S. Securities and Exchange Commission Washington, DC 20549

item 11. Minimum Investment				
Minimum investment accepted from any	outside investor \$	100,000	0.00	
Item 12. Sales Compensation				
Recipient		Recipient CRD Number		
	j			☐ No CRD Number
(Associated) Broker or Dealer No	ne	(Associated) Broker or Dea	iler CRD Number	
				☐ No CRD Number
Street Address 1		Street Address 2		
City	State/Province/	Country ZIP/Postal Cod	le	
States of Solicitation All States		erindere diskerense serie i i in militar ende a tildrige och annale i interes kin e steller	د <u>د د د د د د د د د د د د د د د د د د </u>	ernisanosmikist Pristra (n. 1122)
	And the second s	ਹ DEE □ DE	28. —— 624	GA HI DID
IL IN IA KS		ME MD MA		MN MS MO
☐ RI ☐ SC ☐ SD ☐ TN		VT VA WA		WI WY PR
(Identify additional person(s				em 12 Continuation Page(s
Item 13. Offering and Sales Amou			_	
(a) Total Officing Amount			OR 🖾	Indefinite
(a) Total Offering Amount			OR 🖸	Indefinite
(b) Total Amount Sold \$	218,20	05,566.00		
(c) Total Remaining to be Sold (Subtract (a) from (b)) Clarification of Response (If Necessary)			OR 🛛	Indefinite
,				
Item 14. Investors				
Check this box if securities in the offerin	g have been or may be so	old to persons who do not q	ualify as accredit	ted investors, and enter the
number of such non-accredited investors w	ho already have invested	I in the offering:		
				
Enter the total number of investors who alr	eady have invested in th	e offering: 14		
Item 15. Sales Commissions and	Finders' Fees Exp	enses		
Provide separately the amounts of sales cor check the box next to the amount.	nmissions and finders' fe	es expenses, if any. If an ап	nount is not kno	wn, provide an estimate an
	Si	ales Commissions \$	(Estimate
Clarification of Response (if Necessary)		Finders' Fees \$	(Estimate
l				

FORM D

number.

U.S. Securities and Exchange Commission

Washington, DC 20549

Clarification of Response of Necessary) Signature and Submission Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice. Terms of Submission. In Submitting this notice, each ficted filed issuer is: Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undersking to furnish them, upon written request in accordance with applicable law, the information furnished to offerees. Interocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which this issuer maintains its principal place of business and any State in which this notice is filled, as its agents for service of process, and agreeing that these persons may accept service not behalf, of any notice, process or pleading, and furnish for service of process, and agreeing that such service any be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration for ought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or polarization brought against the issuer in any place subject to the jurisdicities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (ii) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust indenture Act of 1999, the Investment Company Act of 1940, or the Investment Act of 1990, or the Investment Act of 1990, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (iii) the laws of the State in which the issuer is indicated any implies Section 1921a) of the National Securities Markets Improvement Act of 1996 PrisoMan [Pub. L. No. 104-290, 110 State in require information in Rule 505(b) (2)(iii). **This undersking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 Pri	Item 16. Use of Proceeds		
Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice. Terms of Submission. In Submitting this notice, each identified issuer is: Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undersking to furnish them, upon written request in accordance with applicable law, the information furnished to offerees. Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which this notice is filled. as its agents for service of process, and agreeing that these persons may accept service on the bealt, of any notice, process or pleading, and furnish such service may be made by registered or certified mall; in any Federal or state action, administrative proceeding, or arbitration to ansea out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities Act of 1931, the Securities Exchange Act of 1934, the Trust indenture Act of 1939, the investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer in antice in the size of the investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any Bmits Section 102(a) of the National Securities Markets Improvement Act of 1966 FYSMIA*()Pub. L. No. 104-290, 110 State is a fine of the state of the subject of this form O. State circuit recommendations of the state of the	used for payments to any of the persons required to be named as e	xecutive officers,	Estimate
Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice. Terms of Submission. In Submitting this notice, each identified issuer is: Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offeres. Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which theissuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration for applying against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration for any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities that for the Securities that provisions of (ii) the Securities that set of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any brints Section (02)a) of the National Securities Markets Improvement Act of 1996 FNSMIA*) (Rub. L. No. 104-290, 110 State). T	Clarification of Response (If Necessary)		
Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice. Terms of Submission. In Submitting this notice, each identified issuer is: Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offeres. Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which theissuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration for applying against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration for any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities that for the Securities that provisions of (ii) the Securities that set of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any brints Section (02)a) of the National Securities Markets Improvement Act of 1996 FNSMIA*) (Rub. L. No. 104-290, 110 State). T			
Notifying the SEC and/or each State in which this notice is filled of the offering of securities described and undertaking to furnish them, upon written request in accordance with applicable law, the information furnished to offerees. Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filled, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail; in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) anses out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of; (i) the Securities Act of 1931, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the [investment Company Act of 1940, or the Investment Activisers Act of 1934, the Trust Indenture Act of 1939, the [investment Company Act of 1940, or the Investment Activisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any state in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any limits Section 102(a) of the National Secunties Markets Improvement Act of 1996 FNSMIA*) [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] Imposes on the ability of States to require Information. As a result, if the securities that are the subject of thi	Signature and Submission		<u>.</u>
Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees. Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail; in any Federal or state action, administrative proceeding, or arbitration frought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1931, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the Issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(ii)). This undertaking does not affect any timits Section 102(a) of the National Securities Markets Improvement Act of 1996 FNSMIA*)(Pub. L. No. 104-290, 110 Stat. 316 (Oct. 11, 1996) Imposes on the ability of States to require information, as a result, if the securities that are the subject of this Form D. States cannot routinely require dolling markets under this undertaking or otherwise and can require offerin	Please verify the information you have entered and review the T	erms of Submission below before signing and s	ubmitting this notice.
undertaking to furnish them, upon written request, in accordance with applicable law, the information furnished to offerees. It revocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filled, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) anses out of any activity in connection with the offering of securities tax is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any timits Section 102(a) of the National Securities Markets improvement Act of 1996 FNSMIA7 (Pub. L. No. 104-290, 110 State. 3 across the state of purposes of SSMIA, whether hall instances or due to the nature of the offering materials shall be subject of this form D. States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-faud au	Terms of Submission. In Submitting this notice, each id	entified issuer is:	
the State in which the issuer maintains its principal place of business and any State in which this notice is filled, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Activisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filled. Certifying that, if the issuer is claiming a Rule SOS exemption, the issuer is not disqualified from relying on Rule SOS for one of the reasons stated in Rule SOS(b)(2)(iii). *This undertaking does not affect any Bmits Section 102(a) of the National Securities Markets Improvement Act of 1996 FNSMIA*) (Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)) Imposes on the ability of States to require Information. As a result, if the securities that are the subject of this from D are "covered securities" for purposes of NSMIA, whether in all Instances or due to the nature of the offering materials and or this Form D. States cannot routinely require offering materials under this undertaking or or herwise and can require offering materials only to the extern NSMIA permits them to do so under NSMIA's preservation of their anti-floud authority. Each Identified issuer has read this notice, knows the contents to be true, and has duly caused	Notifying the SEC and/or each State in which this not	ice is filed of the offering of securities described	d and
the State in which the issuer maintains its principal place of business and any State in which this notice is filled, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail in any Federal or state action, proceeding or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on <u>Bule 505 for one of the reasons stated in Rule 505(b)(2)(iii)</u> . * This undertaking does not affect any limits Section 102(a) of the National Secunities Markets improvement Act of 1996 FNSMIA" (Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)) imposes on the ability of States to require Information. As a result, if the securities that are the subject of this Form D. States cannot routinely require oftening materials under this undertaking or rothewise and can require offering materials on the NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority. Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers iden	-		
process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration for uph against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the investment Company Act of 1940, or the investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which this issuer maintains its principal place of business or any State in which this notice is filled. Certifying that, if the Issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). * This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 if NSMIA") (Rub. L. No. 104-290, 110 State, 3146 (Oct. 11, 1996)) Imposes on the ability of States to require Information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all Instances or due to the nature of the offering that is the subject of this form D. States cannot routinely require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority. Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and an attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not repres	,	_	
such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities hat is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any limits Section 102(a) of the National Secunities Markets Improvement Act of 1996 [*NSMIA**] (Pub. L. No. 104-290, 110 State, 34 16 (Oct. 11, 1966)] imposes on the ability of States to require information, As a result if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA*, whether in all intendees or due to the nature of the offering that is the subject of this Form D are included in the subject of this form of the offering that is the subject of this Form D attended to under NSMIA's preservation of their anti-fraud authority. Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box			
against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the Issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). This undertaking does not affect any limits Section 102(a) of the National Secunities Markets Improvement Act of 1996 FNSMIA? (Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996) Imposes on the ability of States to require Information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all Instances or due to the nature of the offering that is the subject of this Form D. States carnot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority. Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.) Itself Signature Number Continuation pages attached: 3			
activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Activisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). *This undertaking does not affect any limits Section 102(a) of the National Secunties Markets Improvement Act of 1996 FNSMIA*) (Pub. L. No. 104-290, 110 Stat. 3416(Oct. 11, 1996)) Imposes on the ability of States to require Information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all Instances or due to the nature of the offering that is the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all Instances or due to the nature of the offering that is the subject of this Form D states carnot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority. Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.) FrontPoint Offshore Healthcare Horizons Fund, L.P. Title **This Western Trust Point Provided Provid	·		
Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed. Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii). *This undertaking does not affect any limits Section 102(a) of the National Secunties Markets Improvement Act of 1996 l'NSMIA") (Rub. L. No. 104-290, 110 Stat. 34 t6 (Oct. 11, 1996)) Imposes on the ability of States to require Information. As a result, if the securities that are the subject of this form D are "covered secunties" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D. States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority. Each identified issuer has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. (Check this box and attach Signature Continuation Pages for signatures of issuers identified in Item 1 above but not represented by signer below.) Issuer(s) Name of Signer T.A. MKRWNEY Date Number of Continuation pages attached: 3 Number of Signature Signat	•		
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Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB			3/11/09

U.S. Securities and Exchange Commission

Washington, DC 20549

Item 3 Continuation Page

Last Name	First Name		Middle Name
FrontPoint Partners LLC			
Street Address 1	[Street Address 2	
Two Greenwich Plaza			
City	State/Province/Country	ZIP/Postal Code	
Greenwich	ст	06830	
Relationship(s): Executive O	officer Director 🔀 Promoter		
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U.S. Securities and Exchange Commission

Washington, DC 20549

Item 3 Continuation Page

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U.S. Securities and Exchange Commission

Washington, DC 20549

Item 3 Continuation Page

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